

AWARD/CONTRACT		1. This Contract Is A Rated Order Under DPAS (15 CFR 700)		Rating DXA5		Page 1 Of 6	
2. Contract (Proc. Inst. Ident) No. W52H09-04-D-0015		3. Effective Date 2003DEC10		4. Requisition/Purchase Request/Project No. SEE SCHEDULE			
5. Issued By TACOM-ROCK ISLAND AMSTA-LC-CAC-A GAIL BINDEWALD (309)782-3656 ROCK ISLAND IL 61299-7630 e-mail address: BINDEWALDG@RIA.ARMY.MIL		Code W52H09		6. Administered By (If Other Than Item 5) DCMA ORLANDO 3555 MAGUIRE BOULEVARD ORLANDO FL 32803-3726		Code S1002A	
7. Name And Address Of Contractor (No. Street, City, County, State, And Zip Code) LITTON SYSTEMS INC LASER SYSTEMS DIVISION 2787S ORANGE BLOSSOM TRL APOPKA, FL. 32703-2010 TYPE BUSINESS: Large Business Performing in U.S.				8. Delivery <input checked="" type="checkbox"/> FOB Origin <input type="checkbox"/> Other (See Below)			
Code 34860		Facility Code		9. Discount For Prompt Payment		10. Submit Invoices (4 Copies Unless Otherwise Specified) To The Address Shown In: Item 12	
11. Ship To/Mark For SEE SCHEDULE		Code		12. Payment Will Be Made By DFAS COLUMBUS CENTER DFAS-CO/SOUTH ENTITLEMENT OPERATION P O BOX 182264 COLUMBUS OH 43218-2264		Code HQ0338	
13. Authority For Using Other Than Full And Open Competition: <input checked="" type="checkbox"/> 10 U.S.C. 2304(c)(1) <input type="checkbox"/> 41 U.S.C. 253(c)		14. Accounting And Appropriation Data					
15A. Item No. SEE SCHEDULE		15B. Schedule Of Supplies/Services CONTRACT TYPE: Firm-Fixed-Price Cost-Plus-Fixed-Fee		15C. Quantity		15D. Unit	
				15E. Unit Price		15F. Amount	
				KIND OF CONTRACT: Service Contracts			
Contract Expiration Date: 2008DEC14				15G. Total Amount Of Contract		\$0.00	
16. Table Of Contents							
(X)	Section	Description	Page(s)	(X)	Section	Description	Page(s)
Part I - The Schedule				Part II - Contract Clauses			
X	A	Solicitation/Contract Form	1		I	Contract Clauses	
X	B	Supplies or Services and Prices/Costs	4	Part III - List Of Documents, Exhibits, And Other Attachments			
	C	Description/Specs./Work Statement		X	J	List of Attachments	6
	D	Packaging and Marking		Part IV - Representations And Instructions			
	E	Inspection and Acceptance			K	Representations, Certifications, and Other Statements of Offerors	
	F	Deliveries or Performance			L	Instrs., Conds., and Notices to Offerors	
	G	Contract Administration Data			M	Evaluation Factors for Award	
	H	Special Contract Requirements					
Contracting Officer Will Complete Item 17 Or 18 As Applicable							
17. <input type="checkbox"/> Contractor's Negotiated Agreement (Contractor is required to sign this document and return _____ copies to issuing office.) Contractor agrees to furnish and deliver all items or perform all the services set forth or otherwise identified above and on any continuation sheets for the consideration stated herein. The rights and obligations of the parties to this contract shall be subject to and governed by the following documents: (a) this award/contract, (b) the solicitation, if any, and (c) such provisions, representations, certifications, and specifications, as are attached or incorporated by reference herein. (Attachments are listed herein.)				18. <input checked="" type="checkbox"/> Award (Contractor is not required to sign this document.) Your offer on Solicitation Number DAAE2003R0070 including the additions or changes made by you which additions or changes are set forth in full above, is hereby accepted as to the items listed above and on any continuation sheets. This award consummates the contract which consists of the following documents: (a) the Government's solicitation and your offer, and (b) this award/contract. No further contractual document is necessary.			
19A. Name And Title Of Signer (Type Or Print)				20A. Name Of Contracting Officer DAVE ELLIOTT ELLIOTTD@RIA.ARMY.MIL (309)782-3814			
19B. Name of Contractor		19c. Date Signed		20B. United States Of America		20C. Date Signed	
By _____ (Signature of person authorized to sign)				By _____ /SIGNED/ (Signature of Contracting Officer)		2003DEC10	
NSN 7540-01-152-8069 PREVIOUS EDITIONS UNUSABLE				25-106 GPO : 1985 0 - 478-632		Standard Form 26 (Rev. 4-85) Prescribed By GSA-FAR (4.8 CFR) 53.214(a)	

CONTINUATION SHEET	Reference No. of Document Being Continued	Page 2 of 6
	PIIN/SIIN W52H09-04-D-0015MOD/AMD	
Name of Offeror or Contractor: LITTON SYSTEMS INC		

SECTION A - SUPPLEMENTAL INFORMATION

1. This contract is a 5-year requirements contract for upgrade and repair of Eyesafe Laser Rangefinders (ELRF). Upgrades will be to the "E" Configuration.
2. There is a one-time cost to purchase a test bench. That bench will be purchased when the first delivery order is issued. This test bench is property of the Government and all appropriate Government property clauses apply. Also to be included on the first delivery order is the setup and first year of WEBCAV. Subsequent years for WEBCAV will be negotiated and funded each year. The test bench and setup/year one of WEBCAV are firm fixed price. It is anticipated that WEBCAV will be firm fixed price in subsequent years also.
3. The contract years are:

YEAR ONE	15 December 2003 thru 31 December 2004
YEAR TWO	01 January 2004 thru 31 December 2005
YEAR THREE	01 January 2006 thru 31 December 2006
YEAR FOUR	01 January 2007 thru 31 December 2007
YEAR FIVE	01 January 2008 thru 31 December 2008

The five-year CLINs under this contract are:

- | | |
|-----------|--|
| CLIN 0001 | - Basic Upgrade Kit |
| | PFN Bracket 39205435-19 |
| | New Receiver Boards 39205475-9; 39205485-9 |
| | New Receiver 20001349-1 |
| | New Optical Assembly 39205421-9 |
| | New Lyot Stop Assembly 39205420-9 |
| | Mounting Bracket 39205433-9 |
| | Microstrip Connector CMS025-L5M203 |
| | T zero Card and Detector 39205415-9 |
| | Label (New NSN) 3910899-3 |
| | Incidental nuts and bolts, etc. |
| CLIN 0002 | Induction, Test, Unique Kit, and Upgrade as follows: |
| | "Z" Unit |
| | Add wire to GFE Wiring Harness |
| | Install PFN Bracket from Kit |
| | PROM (39205133-059), PGA (XC4010E-4PC841) wires to GFE logic card |
| CLIN 0003 | Induction, Test, Unique Kit, and Upgrade as follows: |
| | New Logic Card but Not "Z" Unit |
| | Update Reticle (if necessary) |
| | PROM (39205133-059), PGA (XC4010E-4PC841), Zener (1N5929B) wires to GFE logic card |
| CLIN 0004 | Induction, Test, Unique Kit, and Upgrade as follows: |
| | Add wire to GFE Wiring Harness |
| | Install PFN Bracket from Kit |
| | Install New Logic Card (39205085-19) to GFE logic card |

Note that the part numbers are current as of this contract and subsequent part numbers may replace these listed without formal contract modification.

4. The pricing for the upgrade is firm fixed price and is set for all five years. The prices are set forth at attachment 001. When an upgrade is anticipated the price will consist of a unit cost from CLIN 0001 (depending on the quantity ordered) and a unit cost from CLIN 0002, 0003, or 0004 (depending on the version to be upgraded). CLIN 0001 kits will be purchased and shipped in place at Litton. CLINs 0002, 0003, or 0004 will be billed when the upgraded unit is shipped. The maximum monthly upgrade rate is 50 per month. The first delivery after award of a delivery order for upgrade is six months after order. This is to allow purchase of kit parts. After the initial six months a 90 day turn around time for receipt and return of a unit is called for in the SOW. Litton will strive for a 60 day turn around.
5. The repair line (CLIN 0005) is cost plus fixed fee. The agreed to fee is 9.5% for all five years. The labor rates used will be the rates submitted/approved by DCMA for any specific period.
6. An updated scope of work (with corrected DD Form 1423) is attachment 002.

CONTINUATION SHEET	Reference No. of Document Being Continued		Page 3 of 6
	PIIN/SIIN W52H09-04-D-0015	MOD/AMD	

Name of Offeror or Contractor: LITTON SYSTEMS INC

7. Litton Systems, Inc. is granted MRB authority for minor changes (not affecting form, fit, function, or logistics). The QAR will be a part of the MRB with veto authority.
8. Litton is authorized use of GFE accounted for under contract DAAE20-00-D-0024 on a rent-free, non-interference basis.
9. The specification matrix at attachment 003 is hereby made a part of this contract.
10. It is anticipated that PM requirements for upgrade will be requested at a rate of 30 per month in addition to any spares to be delivered. Deliveries will be to TAP at Ft. Hood, Texas and to units in the field. FOB Destination is required for shipments of the ELRFs.

*** END OF NARRATIVE A 002 ***

CONTINUATION SHEET	Reference No. of Document Being Continued PIIN/SIIN W52H09-04-D-0015 MOD/AMD	Page 4 of 6
--------------------	---	-------------

Name of Offeror or Contractor: LITTON SYSTEMS INC

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0001	<p>SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS</p> <p><u>SERVICES LINE ITEM</u></p> <p>SECURITY CLASS: Unclassified</p> <p>This CLIN is for the basic kit needed to upgrade Eyesafe Laser Rangefinders (ELRF) to the "E" configuration. This kit will include all necessary parts basic to the upgrade. Quantity ranges for this kit are:</p> <p>59- 99 100-199 200-299 300-399 400-499 500+</p> <p>This action is firm fixed price.</p> <p>Pricing is at Attachment 001.</p> <p>(End of narrative A001)</p>				
0002	<p><u>SERVICES LINE ITEM</u></p> <p>NOUN: Z CONFIG TO E CONFIG SECURITY CLASS: Unclassified</p> <p>This CLIN is to upgrade "Z" configuration ELRFs to the "E" configuration. This CLIN includes test, induction, a unique kit, and the upgrade work. This action is firm fixed price.</p> <p>Pricing is at, Attachment 001.</p> <p>(End of narrative A001)</p>				
0003	<p><u>SERVICES LINE ITEM</u></p> <p>NOUN: NEW LOGIC CARD, NOT Z TO E SECURITY CLASS: Unclassified</p> <p>This CLIN is to upgrade ELRFs with the new logic card but not the "Z" configuration to the "E" configuration. This CLIN includes test, induction, a unique kit, and the upgrade work. This action is firm fixed price.</p> <p>Pricing is at Attachment 001.</p>				

CONTINUATION SHEET	Reference No. of Document Being Continued PIIN/SIIN W52H09-04-D-0015 MOD/AMD	Page 5 of 6
--------------------	---	-------------

Name of Offeror or Contractor: LITTON SYSTEMS INC

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0004	<p>(End of narrative A001)</p> <p><u>SERVICES LINE ITEM</u></p> <p>NOUN: OLD LOGIC CARD, NOT Z, TO E SECURITY CLASS: Unclassified</p> <p>This CLIN is to upgrade ELRFs with the old logic card, not "Z" configuration to the "E" configuration. This CLIN includes test, induction, a unique kit, and the upgrade work. This action is firm fixed price.</p> <p>Pricing is at Attachment 001.</p> <p>(End of narrative A001)</p>				
0005	<p><u>SERVICES LINE ITEM</u></p> <p>NOUN: REPAIR OF ELRF SECURITY CLASS: Unclassified</p> <p>This CLIN is for the repair of ELRFs after upgrade or the repair of ELRFs (upgraded previously) that do not need upgrade. This action is cost plus fixed fee.</p> <p>Pricing is current labor rates and agreed to profit rate of 9.5%.</p> <p>(End of narrative A001)</p>				

CONTINUATION SHEET	Reference No. of Document Being Continued		Page 6 of 6
	PIIN/SIIN W52H09-04-D-0015	MOD/AMD	
Name of Offeror or Contractor: LITTON SYSTEMS INC			

SECTION J - LIST OF ATTACHMENTS

List of Addenda	Title	Date	Number of Pages	Transmitted By
Attachment 001	PRICING AGREEMENT	03-DEC-2003	1PG	
Attachment 002	SCOPE OF WORK, PART I	01-APR-2003	15P	
Attachment 003	DID DI-MGMT-80544A	08-NOV-1990	10P	
Attachment 004	SOCPE OF WORK, PART II, CAV	05-JUN-2000	22P	
Attachment 005	SPECIFICATION MATRIX		1PG	